

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 461 & 1778

**CERTIFICATION OF COUNSEL REGARDING OMNIBUS ORDER
(I) AUTHORIZING THE DEBTORS TO (A) REJECT CERTAIN UNEXPIRED LEASES
EFFECTIVE AS OF JANUARY 31, 2025 AND (B) ABANDON CERTAIN PERSONAL
PROPERTY AND (II) GRANTING RELATED RELIEF**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On October 9, 2024, the Court entered an *Order (I) Authorizing Debtors to Reject Certain Unexpired Leases of Nonresidential Real Property and (II) Authorizing and Establishing Procedures to Reject Executory Contracts and Unexpired Leases* (D.I. 461) (the “**Lease Rejection Procedures Order**”).

2. Pursuant to the Lease Rejection Procedures Order, on January 17, 2025, the Debtors filed the *Tenth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (and the Abandonment of Property)* (D.I. 1778) (the “**Tenth Rejection Notice**”). Attached to the Tenth Rejection Notice was a proposed form of order approving the Tenth Rejection Notice

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

and authorizing the Debtors to reject the unexpired lease of the property located at 2306 Enterprise Drive, Durant, OK (the “**Durant Lease**”), effective as of January 31, 2025 (the “**Proposed Order**”).

3. The deadline to object to the Tenth Rejection Notice was January 31, 2025, at 4:00 p.m. (ET), and was extended until February 1, 2025, at 5:00 p.m. (ET) for the landlord of the Durant Lease (the “**Landlord**”).

4. The Debtors have revised the Proposed Order (the “**Revised Proposed Order**”) to incorporate comments received from the Landlord but have otherwise received no objections to the Tenth Rejection Notice.

5. The Revised Proposed Order is attached as **Exhibit A** hereto. For the convenience of the Court and all parties in interest, a redline comparing the Revised Proposed Order to the Proposed Order is attached as **Exhibit B** hereto.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, the Debtors respectfully request that the Court enter the order attached hereto as **Exhibit A** at its earliest convenience.

Dated: February 2, 2025
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Casey B. Sawyer

Robert J. Dehney, Sr. (No. 3578)
Andrew R. Remming (No. 5120)
Daniel B. Butz (No. 4227)
Sophie Rogers Churchill (No. 6905)
Casey B. Sawyer (No. 7260)
1201 N. Market Street, 16th Floor
Wilmington, DE 19801
Tel: (302) 658-9200
rdehney@morrisnichols.com
aremming@morrisnichols.com
dbutz@morrisnichols.com
srchurchill@morrisnichols.com
csawyer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (admitted *pro hac vice*)
Adam L. Shpeen (admitted *pro hac vice*)
Stephen D. Piraino (admitted *pro hac vice*)
Jonah A. Peppiatt (admitted *pro hac vice*)
Ethan Stern (admitted *pro hac vice*)
450 Lexington Avenue
New York, NY 10017
Tel.: (212) 450-4000
brian.resnick@davispolk.com
adam.shpeen@davispolk.com
stephen.piraino@davispolk.com
jonah.peppiatt@davispolk.com
ethan.stern@davispolk.com

Counsel to the Debtors and Debtors in Possession